

RESOLUTION

A RESOLUTION OF THE HOUSING FINANCE AUTHORITY OF LEON COUNTY, FLORIDA, EXPRESSING ITS INTENT TO PROCEED WITH THE FINANCING OF A MULTIFAMILY RESIDENTIAL RENTAL HOUSING FACILITY THROUGH THE ISSUANCE OF ITS MULTIFAMILY HOUSING REVENUE BONDS, IN A PRINCIPAL AMOUNT NOT TO EXCEED \$15,000,000 FOR THE BENEFIT OF COUNTRY CLUB MAGNOLIA FAMILY, LP, A FLORIDA LIMITED PARTNERSHIP; APPROVING AND AUTHORIZING THE EXECUTION OF A MEMORANDUM OF AGREEMENT; AND ESTABLISHING AN EFFECTIVE DATE.

WHEREAS, the Housing Finance Authority of Leon County, Florida (the "Authority") has determined that there exists a shortage of safe and sanitary housing for persons and families of moderate, middle, or lesser income, within Leon County, Florida (the "County") and of capital for investment therein; and

WHEREAS, such shortage will be partially alleviated by the acquisition, construction, and equipping of a multifamily rental housing facility for persons or families of moderate, middle, or lesser income known as Magnolia Family consisting of approximately 130 residential units to be located at the intersection of Canton Circle and Country Club Drive, Tallahassee, Leon County, Florida (the "Development"), to be owned by Country Club Magnolia Family, LP, a Florida limited partnership, together with its predecessors, successors, assigns, affiliates, and/or related entities (the "Owner"); and

WHEREAS, in order to finance the cost of the acquisition, construction, and equipping of the Development, the Authority intends to issue its Multifamily Housing Revenue Bonds, in an amount currently estimated not to exceed \$15,000,000, for the benefit of the Owner, in one or more series (collectively, the "Bonds") and to enter into a loan agreement or financing agreement, a trust indenture or funding loan agreement, a land use restriction agreement, an arbitrage rebate agreement, and other necessary documents with respect to the Development; and

WHEREAS, in order to issue the Bonds it will be necessary to conduct a public hearing and obtain approval by the Board of County Commissioners of Leon County, Florida in accordance with Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, in order to set forth the agreement between the Authority and the Owner regarding the issuance of the Bonds by the Authority, the Authority desires to approve and authorize the execution and delivery of a Memorandum of Agreement with the Owner.

NOW, THEREFORE, BE IT RESOLVED by the members of the Housing Finance Authority of Leon County, Florida, a lawful quorum of which is duly assembled, as follows:

SECTION 1. DECLARATION OF OFFICIAL INTENT. The Authority hereby expresses its interest in approving at a later date, subject to receipt of an acceptable credit underwriting report and such other conditions as the Authority shall impose, by appropriate resolution, the financing of the Development through the issuance of its Bonds and the execution of the necessary documents, including, but not limited to, a trust indenture or funding loan agreement, loan agreement or financing agreement, land use restriction agreement, and arbitrage rebate agreement. The Owner is hereby authorized to incur expenditures on the costs of the Development, which expenditures may be reimbursed to the Owner from the proceeds of the Bonds upon their issuance. This Resolution shall constitute a declaration of "official intent" by the Authority toward the issuance of the Bonds, within the meaning of Treasury Regulation Section 1.150-2.

SECTION 2. COMMITMENT FEE. As a condition to proceeding with the issuance of the Bonds and obtaining a private activity bond volume cap allocation with respect to the Development, the Owner shall make a deposit with the Authority in the amount of \$25,000.00, in accordance with the Memorandum of Agreement authorized hereby.

SECTION 3. MEMORANDUM OF AGREEMENT. In order to induce the Owner to locate the Development in the boundaries of the County, with the resulting public benefits which flow therefrom, and to more effectively serve the purposes of the Act, the execution and delivery of a Memorandum of Agreement to be made between the Authority and the Owner, substantially in the form attached hereto as Exhibit A is hereby authorized and approved. The form of such Memorandum of Agreement is hereby approved, subject to such changes, amendments, modifications, deletions, and additions therein as may be approved by the officers of the Authority executing the same, such execution to be conclusive evidence of such approval. The Chairman or the Vice Chairman of the Authority is hereby authorized and directed to execute the Memorandum of Agreement in the name of and on behalf of the Authority, and the Secretary or an Assistant Secretary of the Authority is hereby authorized and directed to attest the same and to affix thereto the official seal of the Authority and the Chairman or Vice Chairman is hereby authorized to deliver the Memorandum of Agreement to the Owner. Such officers and all other officers of the Authority are hereby authorized to execute and deliver such further Agreements, instruments, and documents and to take such further action as may be necessary and desirable to effectuate and carry out the intent and purposes of the Memorandum of Agreement, when executed and delivered by the Authority and Owner.

SECTION 4. SCOPE OF APPROVAL. It is expressly stated and agreed that the adoption of this Resolution is not a guaranty, express or implied, that the Authority shall approve the issuance of the Bonds for the Development, but is solely an expression of the intent of the Authority to do so if the conditions referred to in the Memorandum of Agreement are satisfied to the satisfaction of the Authority. The Owner shall hold the Authority and its past, present, and future members, officers, staff, attorneys, financial advisors, and employees harmless from any liability or claim based upon the failure of the Authority to close the transaction and issue the Bonds or any other cause of action arising from the adoption of this Resolution, the processing of the financing for the Development, or the issuance of the Bonds. Furthermore, the authorization

provided herein and any approval by the Authority of the issuance of the Bonds to finance the Development pursuant hereto shall not be construed as (i) an endorsement of the creditworthiness of the Owner, or the financial viability of the Development, (ii) a recommendation to any prospective purchaser to purchase the Bonds, (iii) an evaluation of the likelihood of the repayment of the debt service on the Bonds, or (iv) approval of any necessary rezoning applications or approval or acquiescence to the alteration of existing zoning or land use nor approval for any other regulatory permits relating to the Development, and the Authority shall not be construed by reason of its adoption of this Resolution or any approval by the Authority pursuant hereto, to make any such endorsement, finding, or recommendation or to have waived any right of the Authority or estopping the Authority from asserting any rights or responsibilities it may have in such regard. Further, the approval on behalf of the Authority of the issuance of the Bonds by the Authority shall not be construed to obligate the County to incur any liability, pecuniary or otherwise, in connection with either the issuance of the Bonds, the acquisition and rehabilitation of the Development, and the Authority shall so provide in the financing documents setting forth the details of the Bonds.

SECTION 5. AUTHORIZATION OF PUBLIC HEARING AND REQUEST FOR APPROVAL OF BOARD OF COUNTY COMMISSIONERS. The Authority hereby authorizes staff of the Authority to publish requisite notice of, and to conduct, a public hearing on the matter of issuance of the Bonds to finance the Development and, after such hearing, requests the approval of the Board of County Commissioners of Leon County, Florida of the issuance of the Bonds by the Authority to finance the Development.

SECTION 6. AUTHORIZATION OF VALIDATION. The Authority's general counsel and bond counsel are hereby authorized to file, on behalf of the Authority, a validation proceed in accordance with Chapter 75, Florida Statutes, with respect to the Bonds.

SECTION 7. REPEALING CLAUSE. All resolutions and orders or parts thereof, of the Authority, in conflict herewith are, to the extent of such conflict, hereby modified to the extent of such conflict.

SECTION 8. COMPLIANCE WITH OPEN MEETING LAWS. It is found and determined that all formal actions of this Authority concerning and relating to the adoption of this Resolution were taken in an open meeting of the members of this Authority and that all deliberations of the members of this Authority and of its committees, if any, which resulted in such formal action were taken in meetings open to the public, in full compliance with all legal requirements.

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SECTION 9. EFFECTIVE DATE. This Resolution shall become effective immediately upon its adoption.

ADOPTED this 12th day of December, 2019.

**HOUSING FINANCE AUTHORITY
OF LEON COUNTY, FLORIDA**

By: _____
Chairman

(SEAL)

ATTEST:

By: _____
Secretary

EXHIBIT A

MEMORANDUM OF AGREEMENT